

Circular to the Shareholders

Dear Shareholders,

The 97th Annual General Meeting of The Kandy Hotels Company (1938) PLC (KHC) will be held on 25th September 2026 at 2.00 p.m., as a virtual meeting.

The documents listed below are attached herewith

- 1) Notice of Annual General Meeting
- 2) Form of Proxy
- 3) Registration Form for the AGM (Annexure I)
- 4) Request for the Annual Report in a CD-ROM (Annexure II)
- 5) Guidelines and registration process for the Annual General Meeting

For any clarification on the Annual Report please contact Financial Controller on Tele: 0760374133 or e-mail: kowshika.vijithan@gardiner-group.com

The Board wishes to thank their Shareholders of the Company for their unwavering corporation and support to ensure a smooth and uninterrupted process at this Annual General Meeting of the Company.

By Order of the Board

The Kandy Hotels Company (1938) PLC

DELOITTE CORPORATE SERVICES (PRIVATE) LIMITED
PV 4190



.....
DIRECTOR / COMPANY SECRETARY

Deloitte Corporate Services (Private) Limited
Company Secretaries
Colombo, on 31st August 2026

Notice of Annual General Meeting

THE KANDY HOTELS COMPANY (1938) PLC – PQ 201- No.327, Union Place, Colombo 2

NOTICE IS HEREBY GIVEN that the 97th Annual General Meeting of The Kandy Hotels Company (1938) PLC (KHC) will be held as a Virtual Meeting on 25th September 2026 at 2.00 p.m., assembled at Corporate Office No.327, Union Place, Colombo 02 via Audio/Video Technology for the purpose of conducting the following businesses:

1. To receive, consider and adopt the Annual Report of the Board of Directors on the affairs of the company, the Audited Accounts for the year ended 31st March 2026 and the Report of the Auditors thereon.
2. To re-elect Mr. Priyantha Maddumage who retires by rotation in terms of Article 91 and Article 93 of the Article Articles of Association.
3. To re-appoint Messrs. Ernst & Young, Chartered Accountants, and the retiring Auditors for the ensuing Financial Year and authorize the Directors to fix their remuneration.
4. To authorize the Directors to determine donations for 2026/2027 and up to the next Annual General Meeting date.
5. To transact any other business that may properly be brought before the meeting.

By order of the Board of Directors of

THE KANDY HOTELS COMPANY (1938) PLC

DELOITTE CORPORATE SERVICES (PRIVATE) LIMITED
PV 4100


DIRECTOR / COMPANY SECRETARY

Deloitte Corporate Services (Private) Limited
Company Secretaries
Colombo, on 31st August 2026

Note:

- a. Only persons who are shareholders of the Company and whose names appear on the Share Register as of the AGM date will be entitled to attend the above meeting.
- b. A shareholder entitled to attend and vote at the above meeting is required to complete and submit a pre-registration form in order to ensure participation at the AGM of the Company. Only members of KHC are entitled to take part in the AGM of KHC.
- c. A Pre-registration form is enclosed for this purpose to be completed by KHC Shareholders only.
- d. A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company.
- e. A form of proxy is enclosed for this purpose.
- f. The instruments for registration and appointing a proxy must be completed and deposited at the Deloitte Corporate Services (Private) Limited, No.100, Braybrooke Place, Colombo 02, **48 hours before** the meeting or e-mail to afirdhous@deloitte.com
- g. For more information on how to participate by virtual means in the above meeting, please refer to the supplementary notice to shareholders.

Form of Proxy

THE KANDY HOTELS COMPANY (1938) PLC
(Company Registration No PQ 201) No.327, Union Place, Colombo 2

I/We
bearer of NIC) of
.....
being a shareholder/shareholders of The Kandy Hotels Company (1938) PLC, hereby appoint:
Full name of proxy :
NIC of Proxy :
Address of Proxy :
Contact Numbers : Land - Mobile -
Email address - :
failing him/her
Mr. Sanjeev Gardiner of Colombo (or failing him)
Mr. Priyantha Pushpakumara Maddumage of Colombo (or failing him)
Mr. Pradeep Nilanga Dela of Colombo (or failing him)
Mr. Chaminda Shalike Karunasena of Colombo (or failing him)
Mr. Indrajith Fernando of Colombo (or failing him)
Mr. Nirmal De Soysa Cooke of Colombo

as my/our Proxy to represent me/us** to vote for me/us on my/our behalf at the 97th Annual General Meeting of the Company to be held on 25th September 2026 and at any adjournment thereof and at every poll which may be taken in consequence thereon.

I/We** the undersigned, hereby direct my/our* proxy to speak and vote for me/us and on my/our behalf on the resolution set out in the Notice convening the meeting, as follows:

	For	Against
1. To receive, consider and adopt the Annual Report of the Board of Directors on the affairs of the company, the Audited Accounts for the year ended 31 st March 2026 and the Report of the Auditors thereon.		
2. To re-elect Mr. Priyantha Maddumage who retires by rotation in terms of Article 91 and Article 93 of the Article Articles of Association.		
3. To re-appoint Messrs. Ernst & Young, Chartered Accountants, and the retiring Auditors for the ensuing Financial Year and authorize the Directors to fix their remuneration.		
4. To authorize the Directors to determine donations for 2026/2027 and up to the next Annual General Meeting date.		
5. To transact any other business that may properly be brought before the meeting.		

In witness my/our** hands on this day of Two Thousand and Twenty-Six (2026).

.....
Signature of Shareholder

Notes: * Please indicate your folio number given in the address sticker carrying this annual report pack,
** Instructions as to completion appear overleaf, ***Please indicate with an "x" in the space provided, how your Proxy is to vote on the Resolutions.
If no indication is given, the Proxy in his discretion will vote as he thinks fit.

Form of Proxy

INSTRUCTIONS AS TO COMPLETION

1. Kindly perfect the Form of Proxy by filling in legibly your full name, address and the National Identity Card number and by signing in the space provided and filling in the date of signature.
2. A proxy need not be a shareholder of the Company. However, the proxy must be above 18 years of age.
3. The completed form of proxy must be deposited at the Deloitte Corporate Services (Private) Limited, No. 100, Braybrooke Place, Colombo 02, or e-mail to the Company Secretaries via e-mail afirdhous@deloitte.com not less than forty-eight hours before the time fixed for the meeting
4. If you wish to appoint a person other than the Chairman or a Director of the Company, please insert the relevant details at the space provided (above the names of the Board of Directors) on the Proxy Form.
5. If the Form of Proxy is signed by an Attorney, the relative Power of Attorney should accompany the Form of Proxy for registration, if such Power of Attorney has not already been registered with the Company.
6. If the appointor is a company/ Incorporated body, this form must be executed in accordance with the Articles of Association/ Statute.

THE KANDY HOTELS COMPANY (1938) PLC - PQ201

Annual Report 2025/2026

THE KANDY HOTELS COMPANY (1938) PLC(KHC) 97TH ANNUAL GENERAL MEETING

REGISTRATION OF SHAREHOLDER DETAILS

To: Deloitte Corporate Services (Private) Limited
No.100, Braybrooke Place,
Colombo 02

1. Full Name of the Shareholder:

2. Membership No./:
CDS Account No

3. Address of Shareholder:

4. NIC No./ P.P. No. / Co. Reg.:
No. of Shareholder

5. Contact details of Shareholders

Telephone: Residence:
Office: Mobile:
e-mail: (Please type clearly, mandatory)

6. Names / NIC No. of Joint holder/s (If any):

i. Name: NIC No.:

ii. Name: NIC No.:

NIC No./ P.P. No. / Co. Reg.:
No. of the proxyholder

7. Contact details of proxyholder

Telephone: Residence:
Office: Mobile:
e-mail: (Please type clearly, mandatory)

.....
Shareholder's Signature/Date

.....
1st Joint holder's Signature/Date

.....
2nd Joint holder's Signature/D.

- i. Shareholders are advised to complete the form legibly in order to facilitate their participation through the online platform.
- ii. The "Web Link" for participation at the AGM through the online platform will be forwarded to the Shareholder's above-noted email address.
- iii. In the case of a Company/Corporation, the Registration must be under it's common seal which should be affixed and attested.
- iv. In the case of the Registration form signed by an Attorney, the Power of Attorney must be deposited at the Registered Office of the Company for registration.
- v. The instruments for registration must be completed and deposited at the Deloitte Corporate Services (Private) Limited, No.100, Braybrooke Place, Colombo 02, or e-mail to afirdhous@deloitte.com 48 hours before the meeting.

**To: THE KANDY HOTELS COMPANY (1938) PLC – PQ 201
No.327, Union Place,
Colombo – 02.**

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I would like to receive the electronic version of the Annual Report of Kandy Hotels Company (1938) PLC in a CD-ROM.

Full Name of the Shareholder (as on the CDS account / Share Certificate)	
Shareholder's NIC / Passport/Company Registration No.	
Folio Number	
Address	
Contact Number	

.....
Signature

Date: / / 2026

Name:

1. Please complete the Form of Request by filling in legibility the required information in BLOCK LETTERS, signing in the space provided and filing in the date of signature.
2. Please post the completed Form of Request to the Company at the address given above or e-mail to kowshika.vijithan@gardiner-group.com

Guidelines and Registration Process for the Annual General Meeting

The Kandy Hotels Company (1938) PLC

Dear Shareholders,

The Board of Directors of Kandy Hotels Company (1938) PLC has decided to proceed with the Annual General Meeting (AGM) as a virtual meeting using audio technology on 25th September 2026 at 2.00 p.m., as per the Notice of Meeting of the AGM.

FORMALITIES AND PROCEDURE TO REGISTER TO PARTICIPATE AT THE ANNUAL GENERAL MEETING

1. The AGM will be held in compliance with the principles set out in the Guidelines issued by the CSE for the hosting of virtual Annual General Meetings. Only the key officials who are essential for the administration of the formalities of the meeting will be physically present at the venue. All shareholders will participate via the online meeting platform.
2. The shareholders referred to herein who wish to participate at the meeting through Audio/Video and visual means should forward the duly perfected attached Registration Form (Annexure I) to Deloitte Corporate Services (Private) Limited, No.100, Braybrooke Place, Colombo 02 or e-mail to afirdhous@deloitte.com.
3. Adequate arrangements will be made for Shareholders who wish to participate in the AGM via the online meeting platform, with log in information being forwarded to shareholders in advance of the meeting, upon verification of the registration details. Only shareholders or their duly appointed proxyholders are requested to log in the virtual meeting platform 30 minutes prior to the time fixed for the meeting. The Company shall not be responsible or liable for misuse and / or unauthorized use of the login information.
4. Shareholders will be given opportunity to raise any questions or comments on the matters listed on the agenda for the meeting or forward the questions in advance to the e-mail: afirdhous@deloitte.com
5. Voting on the items on the Agenda will be registered by using an online platform or a designated ancillary online application. All of such procedures will be explained to Shareholders prior to the commencement of the meeting.

REGISTRATION OF PROXIES

The Shareholders who wish to vote by Proxy through appointment of another person or a member of the Board of Directors to vote on their behalf, please include the voting preferences on the resolutions to be taken up at the meeting in the Form of Proxy. The Form of Proxy will also be made available on the corporate website of the Company and the website of the Colombo Stock Exchange and those Shareholders who wish to submit their Form of Proxy should duly complete the same as per the instruction given therein. The duly completed Form of Proxy should be deposited with the Secretaries, Deloitte Corporate Services (Private) Limited, No.100, Braybrooke Place, Colombo 02, Sri Lanka or forwarded by e-mail to afirdhous@deloitte.com in order to enable the Company to receive the same not later than **48 hours before** the time appointed for the Meeting.

CIRCULATION OF ANNUAL REPORTS

In pursuance of the CSE regulations, the Annual Report of Kandy Hotels Company (1938) PLC is now available in the Company's website: <https://www.chcplc.com/investor-relations/kandy-hotels-financials/> and the Colombo Stock Exchange website: <https://www.cse.lk/company-profile?symbol=KHC.N0000>. The Company is obliged to issue the Annual Report in a CD-ROM upon receipt of a written request from a shareholder for a CD-ROM of the same. Where such a written request is received by the Company, the Annual Report in a CD-ROM will be sent within 7 market days of receipt of any request.

